

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-12480 (JTD)

(Jointly Administered)

NOTICE OF APPEARANCE AND DEMAND FOR NOTICES AND PAPERS

PLEASE TAKE NOTICE that the attorneys listed below enter their appearances (this “Notice of Appearance”) as counsel to United Parcel Service, Inc. and its subsidiaries and affiliates (“UPS”). Pursuant to sections 342 and 1109(b) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), and Rules 2002, 3017, 9007, and 9010 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), UPS requests that all notices given or required to be given in the chapter 11 cases (collectively, the “Chapter 11 Cases”) of the above-captioned debtors (collectively, the “Debtors”), and all papers served or required to be served in

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260); Franchise Group Newco BHF, LLC (4123); Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 109 Innovation Court, Suite J, Delaware, Ohio 43015.

the Chapter 11 Cases, be given and served upon:

Patrick A. Jackson (No. 4976)
Faegre Drinker Biddle & Reath LLP
222 Delaware Avenue, Suite 1410
Wilmington, Delaware 19801
Telephone: (302) 467-4200
Facsimile: (302) 467-4201
patrick.jackson@faegredrinker.com

Michael T. Gustafson
Faegre Drinker Biddle & Reath LLP
320 South Canal Street, Suite 3300
Chicago, IL 60606
Telephone: (312) 569-1000
Facsimile: (312) 569-3000
mike.gustafson@faegredrinker.com

PLEASE TAKE FURTHER NOTICE that the foregoing demand is not only for the notices and papers referred to in the sections of the Bankruptcy Code and the Bankruptcy Rules specified above, but also includes, without limitation, any and all orders and notices of any application, motion, petition, complaint, demand, request, or other pleading in the Chapter 11 Cases, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, delivery, telephone, electronically, or otherwise filed with or delivered to the Bankruptcy Clerk, Court, or Judge (as those terms are defined in Bankruptcy Rule 9001), which affects the Debtors or their property or UPS.

PLEASE TAKE FURTHER NOTICE that neither this Notice of Appearance nor any later appearances, pleadings, proofs of claims, claims, or suits filed in the Chapter 11 Cases shall be deemed or construed as consent by UPS to the exercise by the Bankruptcy Court of the judicial power of the United States, or a waiver of any rights of UPS to (i) have final orders in any noncore matters entered only after de novo review by a District Judge, (ii) trial by jury in the United States District Court in any proceeding so triable in the Chapter 11 Cases or any case, controversy, or proceeding related to the Chapter 11 Cases, (iii) have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (iv) any other rights, claims, actions, defenses, setoffs, or recoupments, as appropriate, to which UPS is or may be entitled, either in law or in equity, under any agreements, all of which rights, claims, actions, defenses,

setoffs, and recoupments are expressly reserved.

Dated: November 6, 2024

**FAEGRE DRINKER BIDDLE & REATH
LLP**

/s/ Patrick A. Jackson

Patrick A. Jackson (No. 4976)
222 Delaware Avenue, Suite 1410
Wilmington, DE 19801
Telephone: (302) 467-4200
Facsimile: (302) 467-4201
patrick.jackson@faegredrinker.com

and

Michael T. Gustafson (*pro hac* pending)
320 South Canal Street, Suite 3300
Chicago, IL 60606
Telephone: (312) 569-1000
Facsimile: (312) 569-3000
mike.gustafson@faegredrinker.com

*Counsel to United Parcel Service, Inc. and its
subsidiaries and affiliates*